

## HUSCH BLACKWELL LLP

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*Attorneys for CBL & Associates Management, Inc.*

**UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re: ) Chapter 11  
CHINOS HOLDINGS, INC., *et al.*,<sup>1</sup> ) Case No. 20-32181 (KLP)  
Debtors. ) (Jointly Administered)  
 )  
 ) **Reference Docket No. 295**  
 )

**JOINDER OF CBL & ASSOCIATES MANAGEMENT, INC. TO THE LIMITED  
OBJECTION OF BROOKFIELD PROPERTY REIT INC., HINES GLOBAL REIT,  
JONES LANG LASALLE AMERICAS, INC., SITE CENTERS CORP., TANGER  
MANAGEMENT, LLC, AND TURNBERRY ASSOCIATES (A) TO MOTION OF  
DEBTORS FOR ENTRY OF ORDER (I) AUTHORIZING THE DEBTORS TO OBTAIN  
POSTPETITION SECURED FINANCING, (II) AUTHORIZING USE OF CASH  
COLLATERAL, (III) GRANTING ADEQUATE PROTECTION TO PREPETITION  
SECURED PARTIES, (IV) SCHEDULING A FINAL HEARING, AND (V) GRANTING  
RELATED RELIEF**

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Chinos Holdings, Inc. (3834); Chinos Intermediate Holdings A, Inc. (3301); Chinos Intermediate, Inc. (3871); Chinos Intermediate Holdings B, Inc. (3244); J. Crew Group, Inc. (4486); J. Crew Operating Corp. (0930); Grace Homes, Inc. (1409); H.F.D. No. 55, Inc. (9438); J. Crew Inc. (6360); J. Crew International, Inc. (2712); J. Crew Virginia, Inc. (5626); Madewell Inc. (8609); J. Crew Brand Holdings, LLC (7625); J. Crew Brad Intermediate, LLC (3860); J. Crew Brand, LLC (1647); J. Crew Brand Corp. (1616); J. Crew Domestic Brand, LLC (8962); and J. Crew International Brand, LLC (7471). The Debtors' principal place of business and service address is 225 Liberty St., New York, NY 10281.

CBL & Associates Management, Inc. (“CBL”), managing agent for a number of landlords from which the Debtors lease real property, by and through the undersigned counsel, hereby joins in the Limited Objection of Brookfield Property REIT Inc., Hine Global REIT, Jones Lang LaSalle Americas, Inc., SITE Centers Corp., Tanger Management, LLC and Turnberry Associates [Docket No. 295] (the “Objection”) to the *Motion of Debtors for Entry of Orders (I) Authorizing the Debtors to Obtain Postpetition Secured Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens ad Providing Superpriority Administrative Expense Claims, (IV) Granting Adequate Protection to Prepetition Secured Parties, (V) Modifying the Automatic Stay, and (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief* (the “Motion”) [Docket No. 31], for the reasons set forth therein, and incorporates by reference the arguments made in the Objection.

CBL also joins in the various objections filed by other landlords and creditors to the Motion. CBL requests that the Court enter an order (i) requiring the budget approved in connection with any final financing order include the timely payment of post-petition lease obligations; (ii) denying a waiver of Sections 506(c) and 552 of the Bankruptcy Code; and (iii) granting such other and further relief as the Court deems is proper under the circumstances.

DATED: June 2, 2020

Respectfully Submitted:

**HUSCH BLACKWELL LLP**

/s/ Caleb T. Holzaepfel

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**CERTIFICATE OF SERVICE**

I, Caleb T. Holzaepfel, Esquire certify that I caused one true and correct copy of the *Joinder of CBL & Associates Management, Inc. to the Limited Objection of Brookfield Property REIT Inc., Hines Global REIT, Jones Lang Lasalle Americas, Inc., SITE Centers Corp., Tanger Management, LLC, And Turnberry Associates (A) To Motion of Debtors for Entry of Order (I) Authorizing the Debtors to Obtain Postpetition Secured Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Adequate Protection to Prepetition Secured Parties, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief* to be sent via the CM/ECF System for the United States Bankruptcy Court for the Eastern District of Virginia to all necessary parties on June 2, 2020.

DATED: June 2, 2020

**HUSCH BLACKWELL LLP**

/s/ Caleb T. Holzaepfel

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